

Corbin B. Gordon ([corbingordon@yahoo.com](mailto:corbingordon@yahoo.com)) (9194)  
CORBIN B. GORDON, P.C.  
345 West 600 South, Suite 108  
Heber City, UT 84032  
Telephone: (435) 657-0984/Fax: (888) 822-8796

Special Counsel for Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:	)	
	)	
EASY STREET HOLDING, LLC, <i>et al.</i> ,	)	Bankruptcy Case No. 09-29905
	)	Jointly Administered with Cases
	)	09-29907 and 09-29908
	)	
Address: 201 Heber Avenue	)	Chapter 11
Park City, UT 84060	)	
	)	Honorable R. Kimball Mosier
Tax ID Numbers:	)	
35-2183713 (Easy Street Holding, LLC),	)	
20-4502979 (Easy Street Partners, LLC), and 84-	)	<b>[FILED ELECTRONICALLY]</b>
1685764 (Easy Street Mezzanine, LLC)	)	
	)	

**FIRST APPLICATION OF CORBIN B. GORDON, P.C. FOR INTERIM  
COMPENSATION AND REIMBURSEMENT PURSUANT TO 11 U.S.C. §§ 330  
AND 331 AS SPECIAL COUNSEL FOR THE DEBTOR IN POSSESSION  
POWERS FOR THE PERIOD SEPTEMBER 14, 2009 THROUGH DECEMBER 31, 2009**

Corbin B. Gordon, P.C., special counsel for Easy Street Partners, LLC (“Partners”), Easy Street Mezzanine, LLC (“Mezzanine”), and Easy Street Holding, LLC (“Holding”) (together, Partners, Mezzanine, and Holding will be referred to as the “Debtors”), pursuant to 11 U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure 2016, and the Fee Guidelines of the United States Trustee, hereby submits its first application (the “Application”) for allowance and payment of interim compensation and reimbursement in the total amount of \$3,956.00, which includes

- (1) interim compensation in the amount of \$3,956.00 for professional services rendered and
- (2) interim reimbursement in the amount of \$0.00 for expenses incurred, for the period September 14, 2009 through December 31, 2009 (the “Application Period”).

I. INTRODUCTION

A. Case Background

1. The Debtors commenced these jointly-administered cases under Chapter 11 of the United States Bankruptcy Code by filing voluntary petitions on September 14, 2009 (the “Petition Date”). Each is operating its business as a debtor in possession pursuant to 11 U.S.C. §§ 1107 and 1108.

2. Partners is a limited liability company that owns and operates the Sky Lodge, a luxury boutique hotel in Park City, Utah, and related restaurants and businesses. Mezzanine owns 100% of the equity of Partners and Holding owns 100% of Mezzanine.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Employment of Corbin B. Gordon, P.C.

1. On November 24, 2009, the Court entered its Order Approving the Debtors’ Employment of Corbin B. Gordon, P.C. as special counsel, effective as of September 14, 2009.

2. Corbin B. Gordon, P.C. did not receive any pre-petition retainer.

3. All services performed and expenses incurred for which compensation or reimbursement is sought were performed or incurred for and on behalf of the Debtors’ estates and not for any other person or entity.

4. Corbin B. Gordon, P.C. has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

5. Corbin B. Gordon, P.C. has not made any agreements with the Debtors or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

C. Successful Steps Taken Toward Settlement of Gateway Lease Issues. Counsel was retained to address issues with the Gateway Center Lease. In the past three months counsel has worked with an engineering expert to determine the scope of the safety issues dealing with the building, which constitute a material breach of the lease. Counsel has also looked closely at the issue of how CAMS fees are being used to maintain other portions of the Gateway Center that also constitutes a material breach of the lease. A settlement agreement has been drafted and approved by bankruptcy counsel and is in the process of being served on the landlord.

D. Interim Fee Procedures. On December 15, 2009, the Bankruptcy Court entered its Order Approving Motion and Establishing Monthly Fee and Expense Reimbursement Procedures (the "Interim Fee Procedures Order"). Pursuant to the Interim Fee Procedures Order, professionals representing the Debtors' estates may file and serve monthly fee requests. In general terms, subject to amounts available for payment to estate professionals, those professionals requesting monthly payment of fees and expenses may be paid 100% of out-of-pocket expenses and up to 80% of fees on a monthly basis.

E. Payments Received by Corbin B. Gordon, P.C. Pursuant to the Interim Fee Procedures. Corbin B. Gordon, P.C. has filed and served two interim requests for payment of

fees and expenses pursuant to the Interim Fee Procedures Order. For the period September 14, 2009 through November 30, 2009, Corbin B. Gordon, P.C. has yet to receive compensation. On January 27, 2010, Corbin B. Gordon, P.C. filed its Second Interim Request for Payment of Fees and Expenses, in which its total fees and expenses for the month of December 2009 were \$532.00. At 100% of expenses and 80% of fees, Corbin B. Gordon, P.C. could be paid up to \$425.60 on account of its Second Interim Request for Payment. Payments received by Corbin B. Gordon, P.C. pursuant to the Interim Fee Procedure Order will be applied against fees and expenses allowed by the Court on account of this Application.

## II. THE PRESENT APPLICATION

### A. Billing Methodology

1. In this Application, Corbin B. Gordon, P.C. is requesting compensation for services provided and reimbursement of expenses incurred during the Application Period, September 14, 2009 through December 31, 2009. A summary of fees and expenses requested, as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. A summary of the expenses incurred, broken down by project category and by type of expense, is included below.

2. Corbin B. Gordon, P.C. 's services in this case are billed on an hourly-rate basis, consistent with Corbin B. Gordon, P.C. 's customary charges for comparably skilled and experienced practitioners in the area of landlord/tenant law.

3. In rendering services and incurring expenses on behalf of the estate, Corbin B. Gordon, P.C. makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Corbin B. Gordon, P.C. attorney providing service on behalf of the Examiner during the Application Period are detailed in the professional resume attached as Exhibit 2.

5. Given the education, experience, and expertise of the Corbin B. Gordon, P.C. attorney rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Corbin B. Gordon, P.C. typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate

1. During the Application Period, DJP rendered services to the estate for which it seeks compensation in the total amount of \$3,956.00. Such services are detailed in the invoices which are attached hereto as Exhibit 3.

2. Corbin B. Gordon, P.C. has spent time performing services for the estate in only the area of negotiations with the Gateway Center Lease.

3. The totals of the fees sought in this Application for services in this area are \$3,956.00.

C. Summary of Services in Each Project Category

A summary of the nature of each project category, a table indicating the names, billing rates, hours spent, and total amounts billed during the Application Period as to each Corbin B. Gordon, P.C. professional and paraprofessional in each project category, and a synopsis of the work performed during the Application Period in each project category, is provided in separate paragraphs below. A detailed description of the services rendered is set forth in the billing reports attached hereto as Exhibit 3.

1. Gateway Center Lease Negotiations

a. This project category is for services relating to negotiations concerning the Gateway Center Lease.

b. During the Application Period, Corbin B. Gordon, P.C. performed the following in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Corbin B. Gordon	Shareholder	\$200	19.78	\$3,956.00
TOTAL HOURS			19.78	\$3,956.00

c. During the Application Period, services in this category included working with Mike Johnston, of Summit Engineering in preparation of an expert report to determine the scope of safety violations in the Gateway Center building, and analysis of the misuse of CAMS fees under the lease.

2. Corbin B. Gordon, P.C. Fee and Employment Applications

a. This project category is for time spent drafting and filing the Debtors' application to employ Corbin B. Gordon, P.C. and interim fee requests authorized by the court.

b. During the Application Period, the following Corbin B. Gordon, P.C. professional provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Corbin B. Gordon	Shareholder	\$200.00	0	\$ .00
TOTAL HOURS			0	\$ .00

D. Reimbursement of Expenses

1. During the Application Period, Corbin B. Gordon, P.C. incurred actual and necessary expenses in the total amount of \$ 0.00 in connection with the professional services rendered to the estates.

2. Corbin B. Gordon, P.C. seeks to have its fees and expenses allowed in the full amount set forth in this Application.

3. Corbin B. Gordon, P.C. understands that fees and expenses allowed under this Application are interim in nature and the Court may order their disgorgement at any time prior to the entry of a final order approving Corbin B. Gordon, P.C.'s final fee application or the end of the bankruptcy case, whichever is earlier.

4. Corbin B. Gordon, P.C. has used its billing discretion and has, where appropriate, voluntarily reduced its fees and expenses consistent with the U.S. Trustee Guidelines and the prior practice of this Court.

WHEREFORE, Corbin B. Gordon, P.C. prays:

1. That interim compensation and reimbursement be awarded to Corbin B. Gordon, P.C. in the total amount of \$3,956.00 which includes \$3,956.00 for professional services rendered and \$0.00 for expenses incurred during the Application Period;

2. That such amounts be allowed as priority administrative expenses of the estate in Chapter 11 pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1);

3. That the Debtors be authorized, pursuant to 11 U.S.C. §§ 330 and 331, to pay such further allowed amounts from the estates as set forth herein.

DATED this 29<sup>th</sup> day of January, 2010.

CORBIN B. GORDON, P.C.

By: /s/ Corbin B. Gordon

Corbin B. Gordon  
345 West 600 South, Suite 108  
Heber City, UT 84032  
Telephone: (435) 657-0984  
Facsimile: (888) 822-8796

Special Counsel for the Debtors and Debtors  
in Possession



**CERTIFICATE OF SERVICE**

I certify that on this 29<sup>th</sup> day of January, 2010, I caused to be served a copy of Corbin

B. Gordon's First Application for Interim Compensation and Reimbursement for the period

September 14, 2009 through November 30, 2009 via email on the following:

Easy Street Partners, LLC  
Easy Street Mezzanine, LLC  
Easy Street Holding, LLC  
Attn: William Shoaf  
4780 Winchester Court  
Park City, UT 84098-7528  
bshoaf@cloudnineresorts.com

Michael V. Blumenthal  
Crowell & Moring  
590 Madison Avenue, 20th Floor  
New York, NY 10022  
mblumenthal@crowell.com

John T. Morgan  
Office of the United States Trustee  
405 South Main Street, Suite 300  
Salt Lake City, UT 84111  
john.t.morgan@usdoj.gov

Jeffrey W. Shields  
Lon A. Jenkins  
Jones Waldo Holbrook & McDonough  
170 South Main Street, Suite 1500  
Salt Lake City, UT 84101  
jshields@joneswaldo.com  
lajenkins@joneswaldo.com

James Winikor  
West LB AG, New York Branch  
1211 Sixth Avenue, 25th Floor  
New York, NY 10036-8705  
james\_winikor@westlb.com

Richard W. Havel  
Sidley Austin LLP  
555 West Fifth Street  
Los Angeles, CA 90013  
rhavel@sidley.com

Annette W. Jarvis  
Dorsey & Whitney, LLP  
136 South Main Street, Suite 1000  
Salt Lake City, UT 84101  
jarvis.annette@dorsey.com

/s/ Corbin Gordon

# EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

<p>In re:</p> <p>EASY STREET HOLDING, LLC, <i>et al.</i>,</p> <p>Address: 201 Heber Avenue Park City, UT 84060</p> <p>Tax ID Numbers: 35-2183713 (Easy Street Holding, LLC), 20-4502979 (Easy Street Partners, LLC), and 84- 1685764 (Easy Street Mezzanine, LLC)</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Bankruptcy Case No. 09-29905 Jointly Administered with Cases 09-29907 and 09-29908</p> <p>Chapter 11</p> <p>Honorable R. Kimball Mosier</p> <p><b>[FILED ELECTRONICALLY]</b></p>
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**SUMMARY REQUIRED BY UNITED STATES TRUSTEE GUIDELINES**

Fees Previously Requested:	\$0.00	NAME OF APPLICANT:	
Fees Previously Paid:	\$0.00	Corbin B. Gordon, P.C.	
Expenses Previously Requested:	\$0.00	ROLE IN THE CASE:	
Expenses Previously Paid:	\$0.00	Special Counsel for Debtor in Possession	
Retainer Paid:	\$0.00	CURRENT APPLICATION:	
		Fee Requested	\$3,956.00
		Expenses Requested	\$0.00

NAME OF PROFESSIONAL/ PARALEGAL	YEAR ADMITTED TO PRACTICE	HOURS BILLED CURRENT APPLICATION	RATE	TOTAL FOR APPLICATION
<u>SHAREHOLDERS</u>				
Corbin B. Gordon	2001	19.78	\$200	\$3,956.00

# **EXHIBIT 2**

**CORBIN B. GORDON** is a sole practitioner in Wasatch County with practice areas in real estate development, entitlement, landlord/tenant law, water law, and civil litigation. He is also an experienced mediator in all of the areas listed above.

Previously, Mr. Gordon practiced at the law firm of Dunbeck & Gordon. He received his bachelor's degree in English from Brigham Young University in 1998. Mr. Gordon received his J.D. from the University of Utah in 2001. While in law school he was named outstanding student in International Law, Comparative Law, and Hebrew Law, and was also a member of the school's four member trial advocacy team. He is presently serving as the Wasatch County Bar President.

# EXHIBIT 3

**SEPTEMBER 2009**

***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

October 1, 2009

**Attention:** Bill Shoaf

File #: SheoffBill

Inv #: 494

**RE:** Lease Dispute

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Sep-04-09	Speak with Bob and make a plan on what to do with letter.	0.18	36.00	CBG
Sep-08-09	Draft letter to landlord.	1.30	260.00	CBG
Sep-11-09	Edit letter based on Tom's research. Speak with Bill. Finalize and e-mail letter. Speak with Tom. Add ADA info. E-mail again.	1.10	220.00	CBG
Sep-14-09	Read e-mail from Bill. Speak with Sean Potter about HOA issues in Park City. Speak with Tom about visit to building office. Speak with Bill. Edit and send letter.	0.70	140.00	CBG
Sep-21-09	Speak with Bill about issues with letter on lease.	0.14	28.00	CBG
	Totals	3.42	\$684.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$684.00</b>
	Previous Balance			2,670.00
	Previous Payments			2,670.00
	<b>Balance Now Due</b>			<b>\$684.00</b>

TAX ID Number 11-3649782



**PAYMENT DETAILS**

Sep-14-09 2,670.00

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**Total Payments \$2,670.00**

**OCTOBER 2009**

***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

October 31, 2009

**Attention:** Bill Shoaf

File #: SheoffBill  
Inv #: 527

**RE:** Lease Dispute

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Oct-01-09	Speak with Bill about letter from Fabian. Discuss response.	0.14	28.00	CBG
Oct-05-09	Fill out application for Special Counsel.	0.80	160.00	CBG
Oct-07-09	Draft response letter to Diane. Review operating budget on Cams. Call Bill with questions.	0.89	178.00	CBG
Oct-12-09	Meet client in Park City. Go over access and easement issues. Go through operating budget for Gateway Center. Outline issues to be included in letter.	2.80	560.00	CBG
Oct-14-09	Draft response letter to Fabian and Clendenin.	2.40	480.00	CBG
Oct-19-09	Review edits from Bill on letter. Add edits and send to bill. Run to engineering firm and scan plats to reduce their size.	0.85	170.00	CBG
Oct-20-09	Create attachments.	1.23	246.00	CBG
	Edit attachments with new pictures. Speak with architect to confirm 44 inch requirements. Edit and finalize letter.	0.77	154.00	CBG
	Totals	9.88	\$1,976.00	

**Total Fee & Disbursements**

**\$1,976.00**

Previous Balance

684.00

**Balance Now Due**

**\$2,660.00**

TAX ID Number 11-3649782

**NOVEMBER 2009**

***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

December 2, 2009

**Attention:** Bill Shoaf

File #: SheoffBill  
Inv #: 553

**RE:** Lease Dispute

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Nov-09-09	Review letter from Fabian. Scan and send to Bill. Speak with Bill about letter.	0.63	126.00	CBG
Nov-23-09	Speak to Bill about getting estimate from Alliance Engineering.	0.13	26.00	CBG
	Speak with Alliance Engineering. Get references. Speak with Summit and explain situation. Get quote. Speak with Bill and recieve instruction to have Summit call. Speak with Summit.	0.63	126.00	CBG
	Speak with Ken Cannon in preparation for hearing tomorrow.	0.26	52.00	CBG
Nov-24-09	Prepare for and attend court hearing in bankruptcy court in Salt Lake.	3.00	600.00	CBG
Dec-01-09	Meet with engineer and go over past letters and plans of building.	1.75	350.00	CBG
	Totals	6.40	\$1,280.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$1,280.00</b>
	Previous Balance			2,660.00
	<b>Balance Now Due</b>			<b>\$3,940.00</b>

TAX ID Number 11-3649782

**DECEMBER 2009**



***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

January 8, 2010

**Attention:** Bill Shoaf

File #: SheoffBill  
Inv #: 579

**RE:** Lease Dispute

DATE	DESCRIPTION	HOURS	AMOUNT	LAWYER
Dec-07-09	Read e-mails about Tozer knowledge of problems with space. Send reply to Bill.	0.40	80.00	CBG
Dec-08-09		0.00	0.00	CBG
Dec-10-09	Review e-mails from Bill about prior correspondence with Tozier. Speak with Bill about call from Jeff Blatt.	0.90	180.00	CBG
Dec-30-09	Meet with Mike and go over his analysis.	0.90	180.00	CBG
Jan-05-10	Review final report. Read e-mail from Bill. Speak with Bill about report and items that we need to put into the report.	0.46	92.00	CBG
	Totals	2.66	\$532.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$532.00</b>
	Previous Balance			3,940.00
	<b>Balance Now Due</b>			<b>\$4,472.00</b>

TAX ID Number 11-3649782

**SEPTEMBER 2009**

***Corbin B. Gordon, P.C.***

345 West 600 South  
Heber City, , UT 84032

Ph:435-657-0984

Fax:435-657-2436

Easy Street Partners, L.L.C.  
Gateway Center, Suite 303  
136 Heber Avenue  
Park City, Utah  
84060

October 1, 2009

**Attention:** Bill Shoaf

File #: SheoffBill  
Inv #: 494

**RE:** Lease Dispute

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Sep-04-09	Speak with Bob and make a plan on what to do with letter.	0.18	36.00	CBG
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Sep-21-09	Speak with Bill about issues with letter on lease.	0.14	28.00	CBG
	Totals	3.42	\$684.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$684.00</b>
	Previous Balance			2,670.00
	Previous Payments			2,670.00
	<b>Balance Now Due</b>			<b>\$684.00</b>

TAX ID Number 11-3649782

**PAYMENT DETAILS**

Sep-14-09	2,670.00
<b>Total Payments</b>	<b>\$2,670.00</b>

**OCTOBER 2009**

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October 31, 2009

File #: SheoffBill

Inv #: 527

**Attention:** Bill Shoaf

**RE:** Lease Dispute

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Oct-01-09	Speak with Bill about letter from Fabian. Discuss response.	0.14	28.00	CBG
Oct-05-09	Fill out application for Special Counsel.	0.80	160.00	CBG
Oct-07-09	Draft response letter to Diane. Review operating budget on Cams. Call Bill with questions.	0.89	178.00	CBG
Oct-12-09	Meet client in Park City. Go over access and easement issues. Go through operating budget for Gateway Center. Outline issues to be included in letter.	2.80	560.00	CBG
Oct-14-09	Draft response letter to Fabian and Clendenin.	2.40	480.00	CBG
Oct-19-09	Review edits from Bill on letter. Add edits and send to bill. Run to engineering firm and scan plats to reduce their size.	0.85	170.00	CBG
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	Edit attachments with new pictures. Speak with architect to confirm 44 inch requirements. Edit and finalize letter.	0.77	154.00	CBG
	Totals	9.88	<hr/> \$1,976.00	

**Total Fee & Disbursements**

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Previous Balance

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**Balance Now Due**

**\$2,660.00**

TAX ID Number 11-3649782

**NOVEMBER 2009**



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December 2, 2009

**Attention:** Bill Shoaf

File #: SheoffBill  
Inv #: 553

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	Totals	6.40	\$1,280.00	
	<b>Total Fee &amp; Disbursements</b>			<b>\$1,280.00</b>
	Previous Balance			2,660.00
	<b>Balance Now Due</b>			<b>\$3,940.00</b>

TAX ID Number 11-3649782

**DECEMBER 2009**

***Corbin B. Gordon, P.C.***

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January 8, 2010

**Attention:** Bill Shoaf

File #: SheoffBill

Inv #: 579

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TAX ID Number 11-3649782